STATE OF ILLINOIS ILLINOIS COMMERCE COMMISSION

AMEREN TRANSMISSION COMPANY OF ILLINOIS)	
)	
Petition for a Certificate of Public Convenience and)	
Necessity, pursuant to Section 8-406.1 of the Illinois)	
Public Utilities Act, and an Order pursuant to Section 8-)	Docket No. 12-0598
503 of the Public Utilities Act, to Construct, Operate and)	
Maintain a New High Voltage Electric Service Line and)	
Related Facilities in the Counties of Adams, Brown,)	
Cass, Champaign, Christian, Clark, Coles, Edgar, Fulton,)	
Macon, Montgomery, Morgan, Moultrie, Pike,)	
Sangamon, Schuyler, Scott and Shelby, Illinois.)	

STIPULATION

Ameren Transmission Company of Illinois (ATXI) and N. Kohl Grocer Company d/b/a Kohl Wholesale (N. Kohl Grocer) (collectively, the Parties) agree to enter into this Stipulation in order to resolve their concerns regarding the route for that portion of ATXI's proposed Transmission Line from the Mississippi River to the Southeast Quincy Substation Site, as originally identified in Exhibit A (part 2 of 5, p. 1) of ATXI's Petition, filed pursuant to Sections 8-406.1 and 8-503 of the Public Utilities Act, 220 ILCS 5/8-406.1, 8-503 (Petition). The Parties agree to support ATXI's Alternate Route, with the modification proposed by Matt Holtmeyer Construction, Inc. (Holtmeyer) as discussed below, as shown on Exhibit A to this Stipulation (Stipulated Route – River to Quincy) in accordance with the terms set forth below:

Parties and Procedural History

1. On November 7, 2012, ATXI filed the Petition with the Illinois Commerce

Commission (Commission), initiating the instant certificate of public convenience and necessity

(CPCN) proceeding. ATXI is seeking the Commission's approval to construct, operate and

maintain a new electric Transmission Line (as defined in the Petition) and related facilities

(collectively, the Project) in areas of the State of Illinois. (See generally ATXI Pet.)

- 2. In accordance with 8-406.1 of the Public Utilities Act, ATXI proposed a Primary and Alternate Route for each section of the Project, including that portion of the route between the Mississippi River to the Southeast Quincy Substation Site. (See ATXI Pet. ¶ 10; Ex. A, part 2 of 5, p. 1.)
- 3. On December 20, 2012, the Administrative Law Judges (ALJs) granted the Petition to Intervene for N. Kohl Grocer.
- 4. On December 28, 2012, N. Kohl Grocer filed its Alternate Route Proposal, in which the group voiced opposition to ATXI's Primary Route between the Mississippi River and Southeast Quincy, as modified by the Errata to the Alternate Route Proposal of N. Kohl Grocer Company filed on January 24, 2013. (See N. Kohl Grocer Alternate Route Proposal, ¶ 4 (N. Kohl Grocer's Primary Alternate Route); Errata to the Alternate Route Proposal of N. Kohl Grocer Company.)
- 5. On March 14, 2013, the Administrative Law Judges (ALJs) granted the Petition to Intervene for Holtmeyer.
- 6. On March 1, 2013, Holtmeyer filed its Alternate Route Proposals, in which the group voiced opposition to ATXI's Primary Route and its Alternate Route as it affects

 Holtmeyer Construction, and instead proposed two alternate routes. (See Holtmeyer Alternate Route Proposals, pp. 3-5.)

Stipulation

7. While ATXI continues to believe that its Primary Route for the Mississippi River to Southeast Quincy Substation Site portion of the Project is a viable route, in an effort to resolve certain concerns raised by intervening parties, ATXI will request Commission approval for its

Alternate Route for that portion of the Project between the Mississippi River and the Southeast Quincy Substation Site, as modified by Holtmeyer Construction's second alternate route at the point where the Transmission Line enters the Southeast Quincy Substation Site (Holtmeyer Alternate Route Proposals, Exs. C1 & C2). For purposes of this Stipulation the Alternative Route is designated the "Stipulated Route – River to Quincy" and is shown on Exhibit A hereto.

- 8. The Parties agree that there is support in the record for the adoption of the Stipulated Route River to Quincy, and will not take positions in any further testimony, motions, briefs, other pleadings or filings with the Commission, or proposed orders that are inconsistent with the adoption of the Stipulated Route River to Quincy.
- 9. The Parties agree that they will support the issuance of a Final Order by the Commission in this proceeding that grants ATXI's CPCN, approves the Project, and adopts the Stipulated Route River to Quincy, and will indicate their support for and recommend approval of the Stipulated Route River to Quincy in any further testimony, motions, briefs, other pleadings or filings with the Commission, or proposed orders submitted in this proceeding.
- 10. N. Kohl Grocer agrees to withdraw support for any other alternate route proposal either filed or considered in this proceeding that in any way alters or is inconsistent with the Stipulated Route River to Quincy.
- 11. The Parties have entered into this Stipulation for the purpose of resolving issues raised in this Proceeding with respect to the Project.
- 12. This Stipulation is expressly conditioned on the Commission's issuance of an Order approving the Stipulated Route River to Quincy in its entirety and without material

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Stipulation Exhibit 4

alteration. In the event the Commission issues an order approving a route for the River - Quincy

portion of the Project that is different from, or a material alteration of, the Stipulated Route –

River to Quincy, the Parties shall cooperate in filing an application for rehearing of such an order

on the issue of the route from River to Quincy. If after such application is filed, the Commission

either denies the application for rehearing or does not, upon rehearing, approve the Stipulated

Route - River to Quincy, this Stipulation shall terminate and become void and of no further

effect.

13. Notwithstanding anything to the contrary contained herein, in the event that

despite ATXI's reasonable commercial efforts, ATXI is unable to obtain the necessary approvals

or permits to construct the Stipulated Route - River to Quincy, or in the event of any other

unforeseen circumstance, which materially interferes with ATXI's ability to construct the

Stipulated Route - River to Quincy, upon written notice of such circumstances by ATXI to the

other Parties, this Stipulation shall terminate and become void and of no further effect.

14. This Stipulation is submitted for purposes of this proceeding only and is not

deemed binding in any other proceeding, nor is it to be offered or relied upon in any other

proceeding, except as necessary to enforce the terms of this Stipulation.

15. The Parties agree to support this Stipulation before the Commission and urge the

acceptance and approval of this Stipulation, including through briefs filed in this proceeding. In

the event that the Commission approves the Stipulated Route - River to Quincy without material

modification, the Parties will not challenge or oppose in any appeal the reasonableness of the

Commission's order with respect to the subject matter resolved in this Stipulation.

DATE: April 16, 2013

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Ameren Transmission Company of Illinois

N. Kohl Grocer Company, d/b/a Kohl Wholesale

Edward C. Fitzhenry

Director and Assistant General Counsel

Ameren Services Company

1901 Chouteau Ave. St. Louis, MO 63166

efitzhenry@ameren.com

Richard M. Ehrhart

Treasurer

N. Kohl Grocer Company

130 Jersey Street

Quincy, 1L 62301

Respectfully submitted,

Ameren Transmission Company of Illinois

/s/ Albert D. Sturtevant

Albert D. Sturtevant
WHITT STURTEVANT LLP
180 North LaSalle Street, Suite 2001
Chicago, Illinois 60601
(312) 251-3017
sturtevant@whitt-sturtevant.com